OFFICIAL DOCUMENT • ENGLISH TRANSLATION

Articles of Association

of the Association “Fourleafhope – besiegen wir Duchenne” (“Fourleafhope – defeating Duchenne”)

§ 1 NAME, SEAT, AND AREA OF ACTIVITY

(1) The association bears the name “Fourleafhope – besiegen wir Duchenne” (English: “Fourleafhope – defeating Duchenne”).

(2) It has its seat in 2560 Berndorf, Austria, and extends its activities across the whole of Austria.

(3) The establishment of branch associations is not intended.

§ 2 PURPOSE

The association, whose activities are not aimed at making a profit, pursues exclusively and directly charitable purposes within the meaning of §§ 34 et seq. of the Austrian Federal Fiscal Code (BAO) as amended.

The purpose of the association consists in supporting individuals suffering from Duchenne Muscular Dystrophy as well as their families. In particular, through the collection of donations, the financing of gene therapies and other medical treatments shall be rendered possible. Primary support is granted for gene therapy, medical treatments, and medical aids for Constantin Fischer; any funds going beyond this shall benefit other affected families—primarily in Austria and Europe. The association thus promotes assistance for the sick and needy in order to improve their quality of life and alleviate health-related burdens.

§ 3 MEANS FOR ACHIEVING THE ASSOCIATION'S PURPOSE

(1) The association's purpose shall be achieved through the following non-material (ideal) means:

a. Public relations work, information events, and campaigns to raise awareness for Duchenne Muscular Dystrophy.

b. Cooperation with medical institutions, researchers, and other organizations.

c. Counseling and support for affected families.

(2) The required material (financial) means shall be raised through:

a. Membership fees.

b. Donations, subsidies, and other contributions.

c. Revenues from events and fundraising collections.

d. Bequests and other legacies.

All funds may only be used for the purposes specified in these statutes. No person may be favored by expenses alien to the purpose of the association or by disproportionately high remuneration.

§ 4 TYPES OF MEMBERSHIP

(1) The members of the association are divided into ordinary, extraordinary, and honorary members.

(2) Ordinary members are those who fully participate in the work of the association. Extraordinary members are those who foster the activities of the association primarily through the payment of an increased membership fee. Honorary members are persons who are appointed as such due to special merits regarding the association.

§ 5 ACQUISITION OF MEMBERSHIP

(1) All natural and legal persons can become members of the association.

(2) The Board of Directors decides on the admission of ordinary and extraordinary members. Admission may be refused without stating reasons.

(3) The appointment as an honorary member is made by the General Assembly upon proposal by the Board of Directors.

§ 6 TERMINATION OF MEMBERSHIP

(1) Membership expires upon death, in the case of legal entities upon loss of legal personality, by voluntary withdrawal, by striking off, or by exclusion.

(2) Withdrawal can only take place as of December 31 of any year. It must be communicated in writing to the Board of Directors at least one month in advance.

(3) The Board of Directors may strike a member off the list if, despite two reminders, the member is in arrears with payment of membership fees for more than six months.

(4) The exclusion of a member from the association may be ordered by the Board of Directors for gross violation of membership duties and for dishonorable conduct. An appeal against exclusion is permissible to the General Assembly.

§ 7 RIGHTS AND OBLIGATIONS OF MEMBERS

(1) Members are entitled to participate in all events of the association and to make use of its facilities. The right to vote in the General Assembly as well as active and passive voting rights belong exclusively to ordinary and honorary members.

(2) Members are obliged to foster the interests of the association to the best of their ability and to refrain from anything that could impair the reputation and purpose of the association. They must observe the association statutes and the resolutions of the association organs. Ordinary and extraordinary members are obliged to pay membership fees punctually in the amount decided by the General Assembly.

§ 8 ORGANS OF THE ASSOCIATION

The organs of the association are the General Assembly (§§ 9 and 10), the Board of Directors (§§ 11 to 13), the Auditors (§ 14), and the Arbitral Tribunal (§ 15).

§ 9 GENERAL ASSEMBLY

(1) The General Assembly is the “members' meeting” within the meaning of the Austrian Associations Act 2002 (Vereinsgesetz 2002). An ordinary General Assembly takes place annually.

(2) An extraordinary General Assembly shall take place within four weeks upon resolution of the Board of Directors, the ordinary General Assembly, or upon written reasoned request of at least one tenth of the members, or at the request of the Auditors.

(3) All members shall be invited to both ordinary and extraordinary General Assemblies in writing or by email at least two weeks prior to the date. The convocation of the General Assembly must state the agenda.

(4) Motions to the General Assembly must be submitted in writing to the Board of Directors at least one week before the meeting date.

(5) Valid resolutions—except those concerning a motion to convene an extraordinary General Assembly—can only be passed on items on the agenda.

(6) All members are entitled to attend the General Assembly. Only ordinary and honorary members are entitled to vote. Each member has one vote. Transfer of voting rights to another member by written power of attorney is permissible.

(7) The General Assembly constitutes a quorum regardless of the number of members present.

(8) Elections and resolutions in the General Assembly are generally decided by a simple majority of votes. Resolutions to amend the statutes of the association or to dissolve the association, however, require a qualified majority of two-thirds of the valid votes cast.

(9) The Chairperson chairs the General Assembly; in their absence, the Deputy Chairperson takes the chair.

§ 10 DUTIES OF THE GENERAL ASSEMBLY

The following duties are reserved for the General Assembly:

a. Receipt and approval of the accountability report and financial statement, involving the Auditors;

b. Election and dismissal of members of the Board of Directors and the Auditors;

c. Determination of the amount of membership fees;

d. Granting and revocation of honorary membership;

e. Passing resolutions on amendments to the statutes and the voluntary dissolution of the association;

f. Deliberation and passing resolutions on other items on the agenda.

§ 11 BOARD OF DIRECTORS

(1) The Board of Directors consists of three members, namely the Chairperson, the Deputy Chairperson, and the Treasurer.

(2) The Board of Directors is elected by the General Assembly. In the event of the departure of an elected member, the Board of Directors has the right to co-opt another eligible member in their place, for which subsequent approval must be obtained at the next General Assembly.

(3) The term of office of the Board of Directors is five years; re-election is possible.

(4) The Board of Directors is convened in writing or orally by the Chairperson, or by the Deputy Chairperson if the Chairperson is unable to act.

(5) The Board of Directors constitutes a quorum if all its members have been invited and at least half of them are present.

(6) The Board of Directors passes its resolutions by a simple majority of votes; in the event of a tie, the casting vote lies with the chair of the meeting.

(7) The meeting is chaired by the Chairperson; in their absence, by the Deputy Chairperson.

(8) Apart from death and expiration of the term of office, a Board member's function terminates through dismissal or resignation.

§ 12 DUTIES OF THE BOARD OF DIRECTORS

The Board of Directors is responsible for managing the association. It has all duties that are not assigned to another association organ by the statutes. In particular, the following matters fall within its sphere of activity:

a. Preparation of the annual budget as well as drafting the accountability report and financial statement;

b. Preparation of the General Assembly;

c. Convocation of the ordinary and extraordinary General Assembly;

d. Administration of the association's assets;

e. Admission and exclusion of association members;

f. Hiring and termination of employees of the association.

§ 13 SPECIFIC OBLIGATIONS OF INDIVIDUAL BOARD MEMBERS

(1) The Chairperson conducts the day-to-day business of the association. The Treasurer supports the Chairperson in conducting the association's business.

(2) The Chairperson represents the association externally. Written executions of the association require the signatures of the Chairperson and another Board member to be valid.

(3) The Chairperson chairs the General Assembly and the Board of Directors.

(4) Another member of the Board of Directors keeps the minutes of the General Assembly and the Board of Directors.

(5) The Treasurer is responsible for the proper financial management of the association.

(6) In the event of inability to act, the Chairperson or Treasurer shall be represented by their respective deputies.

§ 14 AUDITORS

(1) Two Auditors are elected by the General Assembly for a term of five years. Re-election is possible.

(2) The Auditors are responsible for continuous business monitoring as well as auditing the financial management of the association with regard to proper accounting and statutory use of funds. The Board of Directors must submit the necessary documents to the Auditors and provide the required information.

(3) Legal transactions between the Auditors and the association require approval by the General Assembly.

§ 15 CONCILIATION BOARD (ARBITRAL TRIBUNAL)

(1) The internal Arbitral Tribunal is appointed to settle all disputes arising from the association relationship. It is a “conciliation facility” within the meaning of the Austrian Associations Act 2002 (Vereinsgesetz 2002) and not an arbitral tribunal according to §§ 577 et seq. of the Austrian Code of Civil Procedure (ZPO).

(2) The Arbitral Tribunal consists of three ordinary association members. It is formed in such a way that one party to the dispute nominates a member as an arbitrator in writing to the Board of Directors. Upon request by the Board of Directors within seven days, the other party to the dispute shall nominate a member of the Arbitral Tribunal within a further 14 days. Following notification by the Board of Directors within seven days, the nominated arbitrators shall choose a third ordinary member as Chairperson of the Arbitral Tribunal within a further 14 days. In the event of a tie, lots shall be drawn among those proposed.

(3) The Arbitral Tribunal reaches its decision in the presence of all its members by a simple majority of votes. It decides to the best of its knowledge and belief. Its decisions are final within the association.

§ 16 VOLUNTARY DISSOLUTION OF THE ASSOCIATION

(1) The voluntary dissolution of the association can only be resolved in an extraordinary General Assembly convened for this purpose and only with a two-thirds majority of valid votes cast.

(2) This General Assembly must also—provided association assets are present—resolve upon liquidation. In particular, it must appoint a liquidator and pass a resolution on to whom the remaining association assets after covering liabilities shall be transferred.

(3) Insofar as possible and permissible, these assets must pass to an organization pursuing the same or similar charitable purposes, otherwise to social welfare purposes. Under no circumstances may it be distributed among members of the association.

§ 17 ENTRY INTO FORCE

These statutes enter into force upon the founding of the association.

Berndorf, on _____

Signatures of the Founders:

Claudia Fischer	**Clemens Fischer**	**Daniel Hoppel**
CHAIRPERSON	DEPUTY CHAIRPERSON	TREASURER